

PHONE MEMORANDUM

TO: TOM MOTHERWAY
FROM: TOM OVERTURF *TAO*
DATE: JUNE 27, 1997
SUBJECT: LOCKHEED MARTIN - TORRANCE
RE: TOM WOLFF PHONE CALL TODAY

1. L.M. Traffic Mitigations for current industrial/office land use was approved yesterday by L.A.D.O.T. and Planning (copy attached). Note: Final mitigations seem to be the same list as we have been working with per George. Michael Meyer, L.M. Traffic Engineer will forward to George Rhyner (of Crane Associates, our Traffic Engineer) these final requirements but since George is on vacation until July 14 we will not be able to come to a definitive agreement to share traffic mitigation costs until after that date.
2. Tom indicated that Tom Quinn will be writing a letter to you to confirm L.M.'s environmental commitment, willingness to work with us on the railroad conflict issue, and understanding that we will come to an equitable sharing of traffic mitigations such that we can jointly assure the City that all required improvements will be completed on a schedule corresponding to certain levels of development.
3. They will also confirm L.M.'s willingness to offer to Councilman Svorinich up to \$50,000 contribution to match an equal MDRC contribution as "\$100,000 Seed Money" for a community Boys and Girls Club. MDRC will work with E.C.F.'s Bev Hoskinson to initiate the application for such a contribution. We should have Howard Sunkin/Cerrell Associates float that "potential offer" to the Councilman on the basis that we are attempting to get this approved by L.M.C. and our Board if it will be acceptable to Rudy since the possibility of donating land cannot be agreed upon by all parties. Cindy at Latham Watkins feels that the City will try to bid this money offer up - we will discuss next week.
4. Tom reaffirmed that L.M. will prepare an offer to share equally the cost of mitigating the "7 or 8 jointly-required, intersection improvements." L.M. would agree to engineer, obtain approval and construct those improvements as well as allow MDRC to pay when our level of development required said improvement.
5. George guessed that they were including two or three intersections where we both have mitigations but that are separate from each other. This could mean that MDRC would get closer to an equal share rather than the 60-65% of the current five intersections George has identified with overlapping requirements.

TAO:le S:\Devmnt\Kistler\Tom\KKTO1958.doc

C.C. PHIL
MARIO

CINDY @ LATHAM WATKINS
KATE/ HOWARD @ CERRELL
ALLAN MACKENZIE

Crain & Associates
June 25, 1997
Draft


Harbor Gateway Roadway Improvement Program Costs

No Intersection Name	Physical Improvements Total	ATSAC Improvements	Total Lockheed All Martin Share	Net Remainder	TSK Potential
Retail - 0 to 200,000 s.f.					
24 Normandie Ave. and 190th St.	\$183,130	\$65,000	\$248,130	26%	\$183,616
23 I-405 SB Off Ramp and 190th St. (RETAIL ENTRY)	\$272,360	\$65,000	\$337,360	33%	\$226,031
19 Project Driveway and 190th St.	\$256,440		\$256,440		\$256,440
35 I-110 NB on Ramp and 190th St.	\$126,080	\$65,000	\$191,080		\$191,080
Subtotal	\$838,010	\$195,000	\$1,033,010	17%	\$857,167
Retail - 200,001 to 350,000 s.f.					
10 I-405 SB On/Off Ramps and 190th St. (WEST OF WESTERN)	\$21,740		\$21,740		\$21,740
31 Vermont Ave. and 190th St.	\$14,920	\$65,000	\$79,920		\$79,920
Subtotal	\$36,660	\$65,000	\$101,660	0%	\$101,660
Retail - 350,001 to 450,000 s.f.					
4 Crenshaw Bl. and 190th St.	\$47,500		\$47,500		\$47,500
20 Artesia Bl. and Normandie Ave.	\$15,760		\$15,760		\$15,760
19 Project Driveway and 190th St. (ATSAC PORTION)		\$65,000	\$65,000		\$65,000
Subtotal	\$63,260	\$65,000	\$128,260	0%	\$128,260
Industrial/Office - 0 to 500,000 s.f.					
-- Normandie Ave. and Knox St./Project Driveway	\$150,500		\$350,500		\$350,500
14 Western Ave. and Del Amo Bl.	\$2,610	\$65,000	\$67,610		\$67,610
22 Normandie Ave. and I-405 NB On-Off Ramps	\$113,190	\$65,000	\$178,190		\$178,190
26 Normandie Ave. and Torrance Bl.	\$0	\$65,000	\$65,000		\$65,000
34 I-110 SB Off Ramp and 190th St.	\$5,130	\$65,000	\$70,130		\$70,130
39 Hamilton Ave. and Torrance Bl. (DONE BY K-MART PROJECT)	\$0		\$0		\$0
Subtotal	\$471,430	\$260,000	\$731,430	0%	\$731,430
Industrial/Office - 500,001 to 1,000,000 s.f.					
1 Hawthorne Bl. and 190th St.	\$3,630		\$3,630		\$3,630
5 Crenshaw Bl. and Del Amo Bl.	\$1,630		\$1,630		\$1,630
17 Western Ave. and Sepulveda Bl.	\$1,390		\$1,390		\$1,390
36 Figueroa St. and 190th St.	\$600		\$600		\$600
40 Torrance Bl. and Figueroa St. (DONE BY K-MART PROJECT)	\$0		\$0		\$0
Subtotal	\$7,250	\$0	\$7,250	0%	\$7,250
Industrial/Office - 1,000,001 to 1,500,000 s.f.					
12 Western Ave. and 195th St.	\$0	\$65,000	\$65,000		\$65,000
27 Normandie Ave. and Carson St.	\$0	\$65,000	\$65,000		\$65,000
32 Vermont Ave. and Torrance Bl. (DONE BY K-MART PROJECT)	\$0		\$0	49%	\$0
Subtotal	\$0	\$130,000	\$130,000	0%	\$130,000
Industrial/Office - 1,500,001 to 2,000,000 s.f.					
7 Western Ave. and Artesia Bl.	\$6,340		\$6,340	33%	\$4,248
25 Normandie Ave. and Project Driveway/Francisco	\$82,500		\$82,500		\$82,500
33 Vermont Ave. and Carson St.	\$1,780		\$1,780		\$1,780
Subtotal	\$90,620	\$0	\$90,620	2%	\$88,528
Industrial/Office - More than 2,000,000 s.f.					
9 Western Ave. and I-405 NB On/Off Ramps	\$106,250		\$106,250	41%	\$62,688
30 Vermont Ave. and Artesia Bl.	\$22,530		\$22,530		\$22,530
41 I-110 SB On/Off Ramps and Carson St.	\$1,530		\$1,530		\$1,530
Subtotal	\$130,310	\$0	\$130,310	33%	\$86,748
TOTAL (All Phases)	\$1,637,540	\$715,000	\$2,350,448	13%	\$2,042,515

Tom M ☐

MEETING MEMORANDUM

TO: FILE

FROM: TOM OVERTURF 

DATE: JUNE 27, 1997

SUBJECT: TORRANCE CITY FUNDING/TRAFFIC/LEGAL

1. George Rhyner reviewed his June 17 "Mitigation Memo" and his June 25 "Program Costs Tabulation" (both attached).
 - a. Originally LMC Retail traffic Mitigations had extensive overlap with MDRC's but LMC's revised traffic analysis (assumed it will be accepted by L.A.D.O.T.) only has five intersections with shared responsibilities.
 - b. ATSAC Funding was for \$10M of \$14M Program - do not have details of what intersections will be funded. TSM Application still being held up by Dan Cartegena in Council Office.
 - c. Although engineering fees (estimated at 10%) are covered in both programs, must start Construction Documents now in order to meet schedule of Completion in Fall '98 - might not include later phases of retail and industrial (business) park. In any case, services done prior to TSM Approval cannot be paid out of grant. Work will be done as City project.
 - d. He will make proposal of Phase I at \$80-90,000 by Monday, June 30. He will be gone until July 14.
2. George's analysis shows \$2,350,000 revised project costs:
 - a. ATSAC Funding \$715,000 or 30%
 - b. LMC Share \$305,000 or 13%
 - c. MDRC Share \$1,330,000 or 57%
3. Allan MacKenzie's K-Mart Development has already done three mitigations which have reduced our cost approximately \$500,000.
4. Reviewed Zoning Report - only potential conflict is on page four number 11 Liquor Plan Review requiring mailing labels for all abutting tenant owners at time of plan submittal. Vestar will have to address this.

Meeting Memorandum
Torrance City Funding/Traffic/Legal
June 27, 1997

5. Cindy feels we still have political issues that all agreed will require regular Cerrell involvement including:
 - Railroad crossings
 - TSM Funding (also EDA, STLP, MTA, 108)
 - Girls and Boys Club and Police Station commitment
 - Permits and Plan Reviews
 - Buyer processing of Plans/Incentives
 - All other City Processing and Administration like L.A.D.W.P., Environmental, and Political Issues
6. Cerrell will set up meeting next week with Kate Lockhard to review commitment requirement/offer to Council Office.
7. Cindy and Dale will prepare proposal for CC&R based upon previous similar documents.
 - Simple and direct without active Association assessments or responsibilities except on individual lot basis from property line to sidewalk or curb for maintenance
 - Railroad crossing insurance and maintenance
 - Retail/Industrial interface
 - Utility company for power/utilities
8. MDRC will generate a weekly bullet point, update to Howard so he can communicate directly with Councilman Svorinich - copies to other design team members. Hopefully this will keep everyone better informed.

TAO:le S:\Devmnt\Kistler\TomO\KKTO1957.doc



Post-It® Fax Note 7671		Date 6/27	# of pages 6
To TOM OVERTURE	From TOM WOLFF		
Co./Dept. <i>Left message for Michael Meyer to send a copy to George Rhymer</i>	Phone # <i>George Rhymer</i>		
Phone # <i>(310) 627-3109</i>	Fax # <i>(714) 255-7571</i>		

TOM M
MARIO
ALLAN
CINDY
PHIL
KIM'S FILE: TORRANCE
190th St. & Western Ave. LM'S TRAFFIC STUDY (REVISED)

Date: June

To: Darryl L. Fisher, Deputy Advisory Agency
Department of City Planning

NOTE: L.M.'S REVISED
TRAFFIC STUDY - SHOWS
AREAS OF OVERLAP IN AT
LEAST 6 INTERSECTIONS.

From: Robert T. Takasaki, Senior Transportation Engineer
Department of Transportation

FAX COPY ALSO TO VESTAR!
RICK KUTLE
JEFF AXTELL

Subject: TRAFFIC ANALYSIS FOR THE PROPOSED HARBOR GATEWAY
INDUSTRIAL PARK ON THE SOUTHEAST CORNER OF 190TH STREET
AND WESTERN AVENUE (LOCKHEED-MARTIN SITE)

The Los Angeles Department of Transportation (LADOT) has reviewed the traffic study dated June 2, 1997, prepared by Meyer, Mohaddes Associates, to re-analyze the potential traffic impacts of the light industrial park proposed by Fremont Associates at the southeast corner of 190th Street and Western Avenue in the City of Los Angeles. The traffic study analyzed the same 33 intersections that were analyzed in the Draft Environmental Impact Report (DEIR) for the original shopping center project, 20 of which are located entirely or partially within the City of Los Angeles. The current proposed project will have significant impacts at the same 15 intersections as the Industrial Park Alternative in the Final Environmental Impact Report (FEIR). Of these 15 impacted intersections, 9 are located entirely or partially within the City of Los Angeles. The study proposed mitigation measures for 7 of these intersections, of which 3 would still remain impacted after mitigation.

PROJECT DESCRIPTION

The current proposed project would redevelop the 67.43 acre site of Lockheed Martin Corporation's former Light Metal Division by constructing 1.56 million square feet of light industrial park. The project as described above will generate approximately 1,030 trips during the AM peak hour and approximately 764 trips during the PM peak hour. Access will be provided by five driveways on Western Avenue and two driveways on 190th Street.

IMPACTS AND MITIGATIONS IN THE CITY OF LOS ANGELES

LADOT has determined that the proposed Harbor Gateway Industrial Park will have significant impact at the following 9 intersections located entirely or partially in the City of Los Angeles:

- * 1. Western Avenue & San Diego Freeway Northbound On-Off Ramps (SAME MITIGATIONS)
- 2. Western Avenue & 190th Street [MDRC - NO MITIGATION]
- * 3. Western Avenue & 195th Street (MDRC - DIFFERENT MITIGATION)
- * 4. Western Avenue & Del Amo Boulevard (MDRC - DIFFERENT MITIGATION)
- 5. Western Avenue & Torrance Boulevard NO MITIGATIONS FOR EITHER LM OR MDRC

Darryl L. Fisher

2

June 20, 1997

6. Western Avenue & Carson Street (NO MITIGATION FOR EITHER LK1 OR MDRC)
- * 7. 190th Street & San Diego Freeway Southbound Off Ramp (w/o Normandie) (MDRC'S MAJOR RETAIL ENTRY)
- * 8. Normandie Avenue & 190th Street (MDRC SAME MITIGATIONS + 2 EXTRAS)
- * 9. Vermont Avenue & 190th Street (MDRC - DIFFERENT MITIGATION)

Since Western Avenue is designated as a State Highway, the State of California Department of Transportation's (Caltrans) approval of the proposed mitigations on Western Avenue plus freeway on-off ramp locations is also required. The City of Torrance's approval of proposed mitigations on Western Avenue is also required since portions of Western Avenue are located in the City of Torrance.

The proposed mitigations for these 9 intersections are as follows:

* 1. Western Avenue & San Diego Freeway Northbound On-Off Ramps

The proposed mitigation for this location has not changed. The proposed mitigation is to add an additional left-turn lane on the westbound approach of the off-ramp by widening the north side of the off-ramp and restriping the off-ramp from two to three lanes to provide two left-turn lanes and one right-turn lane. The proposed mitigation measure is acceptable to LADOT, but requires approval by Caltrans. The approach to be widened is incorrectly identified in the traffic study as the eastbound approach. The proposed mitigation will fully mitigate the traffic impacts at this location. McDonnell-Douglas has proposed the same mitigation for their project at this location.

2. Western Avenue & 190th Street

The proposed mitigation for this location has not changed. The proposed mitigation is to add a separate right-turn lane on the northbound approach by widening the east side of Western Avenue south of 190th Street along the project frontage and restriping the northbound approach for dual left-turn lanes, three through lanes and a right-turn lane. The proposed mitigation measure is acceptable to LADOT, but will also require approval by Caltrans and the City of Torrance. However, the proposed mitigation will not fully mitigate the traffic impacts at this location. McDonnell-Douglas had no proposed mitigation for their project at this location.

* 3. Western Avenue & 195th Street

The proposed mitigations for this location has changed. The proposed mitigations is now to add a separate right-turn lane on the northbound approach and to reconstruct and signalize the project driveway on the east leg of the intersection to provide two entering and two exiting lanes. This would be accomplished by widening the east side of Western Avenue and south of 195th Street adjacent to the project frontage to provide sufficient roadway width to accommodate the additional right-turn lane. The traffic signal would also need to be modified to signalize the project driveway. The project driveway should be constructed with street-type curb returns to better control pedestrians crossing the signalized driveway. These mitigation measures are acceptable to LADOT, but would also require approval by Caltrans and the City of Torrance. However the proposed mitigations will not fully mitigate the traffic

Darryl L. Fisher

3

June 20, 1997

impacts at this location. McDonnell-Douglas has proposed a different mitigation for their project at this location; ie. funding the installation of an Automated Traffic Surveillance and Control (ATSAC) System.

4. Western Avenue & Del Amo Boulevard

The proposed mitigation for this location has not changed. The proposed mitigation is to add a third through lane on the northbound approach by prohibiting parking on the east side of Western Avenue south of Del Amo Boulevard and restriping the northbound approach for a left-turn lane, two through-lanes and a shared through/right-turn lane. The proposed mitigation measure is acceptable to LADOT, but would also require approval by Caltrans and the City of Torrance. However the proposed mitigation will not fully mitigate the traffic impacts at this location. McDonnell-Douglas has proposed a different mitigation for their project at this location; ie. removing the north crosswalk, restriping the eastbound approach for dual left turn lanes and modifying the signal to provide east-west opposed phasing.

5. Western Avenue & Torrance Boulevard

The project still proposes no mitigation at this location. McDonnell-Douglas also had no proposed mitigation for their project at this location.

6. Western Avenue & Carson Street

The project still proposes no mitigation at this location. McDonnell-Douglas also had no proposed mitigation for their project at this location.

* 7. 190th Street & San Diego Freeway Southbound Off Ramp (w/o Normandie Ave)

This intersection was not previously impacted. The proposed mitigation is to add a third through lane on the eastbound and westbound approaches by restriping 190th Street. The proposed mitigation is acceptable to LADOT and will fully mitigate the traffic impacts at this location. However, McDonnell-Douglas proposed major changes to the same intersection for their project and the proposed mitigations for both projects should be coordinated to avoid any conflict at this location. McDonnell-Douglas proposed to widen the south side of 190th Street, construct their project driveway opposite the freeway off-ramp, restripe 190th Street for 3 lanes in each direction and dual westbound left-turn lanes and install a new three phase traffic signal.

* 8. Normandie Avenue & 190th Street

The proposed mitigation for this location has not changed. The proposed mitigation is to relocate the railroad gates and remove the median island on 190th Street west of Normandie Avenue and restripe the eastbound approach to add a second left-turn lane. This mitigation requires removal of the railroad gates from the median island and modification of the signal to provide eastbound left-turn signal phasing. Relocation of the railroad gates requires approval by the California Public Utilities Commission (PUC). The proposed mitigation measure is acceptable to LADOT but is contingent upon the developer successfully obtaining PUC approval to relocate the railroad gates. The proposed mitigation will fully mitigate the traffic impacts at this

Darryl L. Fisher

4

June 20, 1997

location. McDonnell-Douglas also proposed the same mitigation for their project at this location plus adding a southbound right-turn overlap signal phase and funding ATSAC.

9. Vermont Avenue & 190th Street

* The proposed mitigation for this location has not changed. The proposed mitigation is to add a separate right-turn lane on the northbound approach by prohibiting parking on the east side of Vermont Avenue south of 190th Street and restriping the northbound approach for a left-turn lane, two through-lanes and a right-turn lane. The proposed mitigation is acceptable to LADOT, but will also require approval from the Los Angeles County Department of Public Works. The proposed mitigation will fully mitigate the traffic impacts at this location. McDonnell-Douglas proposed a different mitigation measure for their project at this location; ie. restriping 190th Street for 3 lanes in each direction and funding ATSAC.

All mitigations involving signal and striping improvements shall be implemented through the B-Permit process of the Bureau of Engineering, Department of Public Works and the Encroachment Permit process of the State of California Department of Transportation (Caltrans), as well as the permit processes of any other effected municipalities or agencies. Construction of the improvements to the satisfaction of LADOT, the Bureau of Engineering, Caltrans and other concerned agencies must be completed before issuance of any certificate of occupancy. Prior to setting the bond amount, the Bureau of Engineering shall require that the developer's engineer or contractor contact LADOT's B-Permit Coordinator, telephone (213) 580-5336, to arrange a pre-design meeting to finalize the proposed design needed for the project.

In the event the applicant is unable to obtain the necessary construction permits from the concerned agencies in a timely fashion, a temporary certificate of occupancy may be granted by the City provided the applicant has demonstrated reasonable efforts and due diligence to complete the necessary designs and improvements to the satisfaction of LADOT. Should any improvements in these conditions not receive required approval, the City may substitute an alternative measure of an equivalent cost and effectiveness. *

COMMENTS

Coordination With Other Jurisdictions

LADOT's review of the traffic study was only for those intersections located within the City of Los Angeles. The developer should coordinate with other effected cities and agencies for their review and approval of study intersections under their jurisdiction.

Highway Dedication and Street Widening Requirements

Western Avenue and 190th Street are classified as major highways. The developer should contact the Bureau of Engineering, Harbor District Office, for any additional highway dedication and street widening requirements.

Darryl L. Fisher

5

June 20, 1997

NOTE: SEEMS LIKE MANY DRIVEWAYS - YET,
ONLY ONE SIGNALIZED INTERSECTION AND
FOUR UNRESTRICTED INGRESS/EGRESS!!!

Driveway Access and Circulation

Five driveways are proposed on Western Avenue:

- One driveway approximately 600 feet south of Western Avenue. LADOT recommends that the driveway not be signalized and can be 50 feet wide with no restrictions for ingress and egress. To accommodate southbound left turns on Western Avenue at this driveway it will be necessary to remove a raised median island on Western Avenue and restripe Western Avenue to provide a southbound left turn lane for the driveway.
- Second driveway approximately 1000 feet south of 190th Street. LADOT recommends that the driveway not be signalized and should be at least 30 feet wide with restricted right-turn only ingress and egress.
- Third driveway opposite the west leg of 195th Street that is proposed to be signalized and serve as the main entrance to the project from Western Avenue. LADOT recommends that the centerline of the driveway be directly opposite the centerline of 195th Street, that the driveway be constructed with street-type curb returns, that the driveway can be 50 feet wide, and that the driveway provide two entrance and two exit lanes.
- Fourth driveway approximately 600 feet south of 195th Street. LADOT recommends that the driveway not be signalized and should be at least 30 feet wide with restricted right-turn only ingress and egress.
- Fifth driveway approximately 1,000 feet south of 195th Street. LADOT recommends that the driveway not be signalized and can be 50 feet wide with no restrictions for ingress and egress.

Two driveways are proposed on 190th Street:

- One driveway approximately 500 feet east of Western Avenue. LADOT recommends that the driveway not be signalized and can be 50 feet wide with no restrictions for ingress and egress.
- Second driveway approximately 1,100 feet east of Western Avenue. LADOT recommends that the driveway not be signalized and should be at least 30 feet wide with no restrictions for ingress and egress.

*THIS COULD INTERFERE
 WITH OUR WEST
 DRIVEWAY - GORGE
 TO VERIFY SO WE RECEIVE
 SIMILAR LACK OF RESTRICTION.

The developer should also contact LADOT's Citywide Planning Coordination Section (Room 460, Counter "O" City Hall) for approval of driveway locations and parking scheme as soon as possible to avoid delays in the building permit approval process.

WHO CONTROLS INTERNAL DRIVEWAYS BETWEEN LM AND MDRC PROPERTY?
 ORIGINALLY CITY WANTED AN INTERNAL DRIVEWAY NEAR 190TH??

Darryl L. Fisher**6****June 20, 1997**

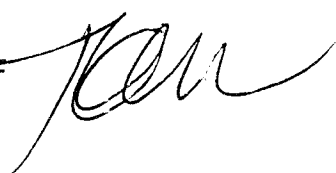
If any questions should arise, please contact Hamed Sandoghdar of my staff at (213) 240-3074.

HS:**harbind2**

**cc: Council District No. 15
Southern District, LADOT
Design Division, LADOT
Citywide Planning Coordination Section, Counter "O", LADOT
Harbor District, Bureau of Engineering
Meyer, Mohaddes Associates
Steve Buswell, Caltrans
James Chon, Los Angeles County Department of Public Works
Helene Buchman, City of Torrance**

MEETING MEMORANDUM

TO: FILE

FROM: TOM OVERTURF 

DATE: JUNE 26, 1997

SUBJECT: LA CITY COUNCIL DISTRICT 15 UPDATE MEETING

ATTENDING: DAN CARTEGENA AND TOM OVERTURF

1. Reviewed Dan's June 25 memo to Cerrell requesting definitive commitment on Police Station and Boys and Girls Club. Most recent, preliminary requirements:
 - a. Police Satellite Patrol Facility 12,000 - 17,000 SF building (estimated at \$150/SF) with land (estimated at \$62.50/SF of building) and furniture, fixtures and equipment (estimated at \$21/SF of building) for total costs ranging from \$2.8M to \$4M.
 - b. Boys and Girls Club 21,000 SF to 26,000 SF Building (estimated at \$140/SF) with land (estimated at \$60/SF of building) and furniture, fixtures and equipment (estimated at \$20/SF of building) for total costs ranging from \$4.6M to \$5.7M.
2. Assumed costs for the above project (at median) would be \$3.4 M and \$5.15M or a total \$8.55M.
3. Due to the extensive demolition, asbestos abatement, environmental, remediation, and public infrastructure costs for our program, the economic "gap" between income and expenses is still negative by (\$6M) to (\$12M). While total environmental costs remain a major unknown, we have been able to reduce some costs to narrow this gap from the initial \$16M estimate and are continuing to refine our design and estimates.
4. The project simply cannot support extraordinary contributions, such as a Police Facility and Boys and Girls Club, on its own. Obviously, these facilities are not made necessary by our proposed project.
5. Additionally, our retail/industrial site may not be an appropriate location for a Boys and Girls Club due to the industrial and distribution uses as well as the hazardous waste area/border zone designation (per paragraph 1, page 8, of the City of Los Angeles' June 25 Conditional Use Approval letter).

Meeting Memorandum
LA City Council District 15 Update Meeting
June 26, 1997

6. We reviewed our May 8, 1997 site plan sketch showing a 25,000 SF site in the N.E. corner of the Lockheed Martin parcel. This plan was based on an assumed architectural building requirement of 5,000 SF on two levels or 10,000 SF total (about one fourth of the most recent requests!!). It was discussed with Vestar and Fremont as the most visible and valuable police facility location for their adjacent office and retail developments.
7. We will continue to explore with them the possibility of a contribution consistent with our requested support and ultimate financial assistance requirements. Of particular concern to our development, is the TSM Application for funding construction of offsite public improvements to be completed in the fall of 1998.
8. Agreed to continue to have Cerrell act as our contact point for all political and entitlement issues. Overturf will be available on a regular basis to assure Council Office involvement in the planning, design, construction, marketing and financial aspects of the project. MDRC has never tried to limit the involvement or information available to the Council Office and will await the call from Mr. Cartagena to schedule the next meeting.

TAO:le S:\Devmnt\Kistler\Tom\OKKTO1956.doc

Crain & Associates

Of Southern California

2007 Sawtelle Boulevard, Suite 4
Los Angeles, California 90025
Telephone (310) 473-6508
Facsimile (310) 444-9771

FAX TRANSMITTED

DRAFT

June 17, 1997

Mr. Thomas Overturf
McDonnell Douglas Realty Company
4060 Lakewood Boulevard, Sixth Floor
Long Beach, California 90808-1700

RE: Mitigation Cost Sharing Agreement With Lockheed Martin

Dear Tom,

Per your request, we have examined potential base principles for a fair share agreement for the common roadway improvements required for both the Lockheed Martin and the McDonnell Douglas projects. Attachment 1 outlines those principles. We would recommend that the team carefully discuss the attached internally before discussing them with the City or Lockheed Martin. However, once the team is comfortable with a set of principles, these should be agreed to by both Lockheed Martin and the City before any agreement is finalized.

Please note that the specific application of the principles to the current improvement requirements raises several issues. The requires for the McDonnell Douglas project are greater at several intersections, especially along the project frontage. As a result, cost sharing of only the common elements would result in a very low percentage of the cost for Lockheed Martin. However, the lesser traffic from their smaller project is already reflected in their lower improvement requirements. Therefore, requiring cost sharing only for the "common" elements would doubly discounts their project impacts. It should be noted that Lockheed Martin is unlikely to agree with that assessment. They will likely particularly object at the intersection of 190th Street and the southbound San Diego Freeway off-ramp/project driveway, where some of the improvement may be considered "project serving".

Timing is likely to be another issue. The largest difference will be in the case of Western Avenue and northbound San Diego Freeway ramps. The McDonnell Douglas impacts will occur mainly due to the office/industrial development. The impacts will not be significant

Letter to Mr. Thomas Overnurf
June 17, 1997
Page Two

until over 1,000,000 square feet of office/industrial development has occurred on the Harbor Gateway Center site. Thus, McDonnell Douglas should not commit to any payment before then - but Lockheed Martin is unlikely to want to "front" the over \$60,000 McDonnell Douglas share for several years.

Care should be taken in the treatment of these issues. Currently, the McDonnell Douglas project has equal or greater requirements wherever they overlap. However, this could change at one or more location during the approval process for Lockheed Martin. Also, the McDonnell Douglas project is scheduled to be stretched out over a longer period. There is no guarantee, however, that the by McDonnell Douglas project will not be subject to substantial delays.

It should also be noted that the value of any easements or dedications for the 190th Street improvements are not included in the cost estimates. Since the requirements for the easements/dedications result from the need to provide project access, this is probably appropriate. However, this concession Lockheed Martin should be referenced during the negotiations.

Once you have had a chance to review the attached, please give me a call to discuss next steps..

Sincerely,

DRAFT

George Rhyner
Senior Transportation Planner

GR:mlc
C3659
attachment

cc: Dale Neal
Allan Mackenzie
Cindy Starrett
Mario Stavale

**Principles for a Mitigation Cost Sharing Agreement
For Harbor Gateway Area Projects**

- o Each project should be individually responsible for ensuring that the mitigation for its impacts occurs in a timely fashion.
- o Any dedications or easements required for improvements should be made available at the time they are needed for either projects' improvements.
- o Only intersections which have common roadway improvement elements should be included within the agreement.
- o Costs should be allocated based on the relative amount of AM plus PM peak hour project traffic travelling through an intersection.
- o Even where the mitigation measures overlap, there are some differences in the specific mitigations request by the project conditions of approval. The installed measure should be sufficient to address both projects' sets of conditions. The proportional traffic volumes will reflect the proportional contributions to mitigation needs, so the entire cost of the overall improvement program should be allocated.
- o Neither project should be required to incur expenses for off-site improvements before their respective Conditions of Approval would otherwise require. This may mean that one project will implement a measure and the other project will reimburse it for a proportionate share at a later date. To the degree to which the later project has greater requirements, however, the proportionate payment to cover any added mitigation should be made at the time the added improvements are installed.

Cost Sharing for Harbor Gateway Improvements
Using Current Improvement Proposals

1. Normandie Avenue and 190th Street

Common Mitigation: Install eastbound dual left-turn lanes.

Added Mitigation: <Harbor Gateway Center> Install second westbound left-turn lane and three through lanes in each direction. Fund ATSAC.

<u>Volume Impacts:</u>	Lockheed Martin:	187 + 309 =	496	26%
	McDonnell Douglas:	613 + 795 =	<u>1,408</u>	<u>74%</u>
	TOTAL:		1,904	100%

Project Phase: 0-200,000 sq. ft. of Retail

<u>Cost:</u>	Common:	\$155,000	63%
	Added:	<u>93,000</u>	<u>37%</u>
	TOTAL:	\$248,000	100%

2. I-405 Freeway Southbound Off-Ramp/Project Driveway and 190th Street

Common Mitigation: Install three lanes in each direction and signalize intersection.

Added Mitigation: <Harbor Gateway Center> Widen roadway for an eastbound pre-left-turn lane and dual westbound left-turn lanes. Fund ATSAC.

<u>Volume Impacts:</u>	Lockheed Martin:	177 + 306 =	483	33%
	McDonnell Douglas:	218 + 748 =	<u>966</u>	<u>67%</u>
	TOTAL:		1,449	100%

Project Phase: 0-200,000 sq. ft. of Retail

<u>Cost:</u>	Common:	\$110,000	33%
	Added:	<u>227,000</u>	<u>67%</u>
	TOTAL:	\$337,000	100%

23. Vermont Avenue and Torrance BoulevardCommon Mitigation: Restripe for a southbound right-turn-only lane.*Added Mitigation: Restripe for a northbound right-turn-only lane.*

<u>Volume Impacts:</u>	Lockheed Martin:	103 + 75 =	178	49%
	McDonnell Douglas:	109 + 73 =	<u>182</u>	<u>51%</u>
	TOTAL:		360	100%

Project Phase: 1,000,001-1,500,000 sq. ft. of Office/Industrial

<u>Cost:</u>	Common:	\$0
	Added:	<u>\$0</u>
	TOTAL:	\$0

*Mitigation already completed by others.

24. Western Avenue and Artesia BoulevardCommon Mitigation: Restripe for additional north/south through lanes.Added Mitigation: None.

<u>Volume Impacts:</u>	Lockheed Martin:	32 + 42 =	74	33%
	McDonnell Douglas:	94 + 54 =	<u>148</u>	<u>67%</u>
	TOTAL:		222	100%

Project Phase: 1,000,001-1,500,000 sq. ft. of Office/Industrial

<u>Cost:</u>	Common:	\$6,500
	Added:	<u>\$0</u>
	TOTAL:	\$6,500

27. Western Avenue and I-405 Freeway On/Off-RampsCommon Mitigation: Widen off-ramp to provide a three-lane approachAdded Mitigation: None.

<u>Volume Impacts:</u>	Lockheed Martin:	118 + 168 =	286	41%
	McDonnell Douglas:	183 + 414 =	<u>414</u>	<u>59%</u>
	TOTAL:		700	100%

Project Phase: 1,000,001-1,500,000 sq. ft. of Office/Industrial

<u>Cost:</u>	Common:	\$106,000
	Added:	<u>\$0</u>
	TOTAL:	\$106,000